



Entered on Docket
February 14, 2007

Hon. Linda B. Riegle
United States Bankruptcy Judge

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UNITED STATES BANKRUPTCY COURT

DISTRICT OF NEVADA

In re:

USA COMMERCIAL MORTGAGE COMPANY,
Debtor.

Case Nos. BK-S-06-10725 LBR
Case Nos. BK-S-06-10726 LBR
Case Nos. BK-S-06-10727 LBR
Case Nos. BK-S-06-10728 LBR
Case Nos. BK-S-06-10729 LBR

Chapter 11

In re:

USA CAPITAL REALTY ADVISORS, LLC,
Debtor.

Jointly Administered Under
Case No. BK-S-06-10725 LBR

In re:

USA CAPITAL DIVERSIFIED TRUST DEED
FUND, LLC,
Debtor.

ORDER GRANTING MOTION FOR AN ORDER ENFORCING THE AUTOMATIC STAY TO PREVENT FORECLOSURE BY WESTERN UNITED LIFE ASSURANCE COMPANY

In re:

USA CAPITAL FIRST TRUST DEED FUND, LLC,
Debtor.

In re:

USA SECURITIES, LLC,
Debtor.

Affects:

- All Debtors
- USA Commercial Mortgage Company
- USA Securities, LLC
- USA Capital Realty Advisors, LLC
- USA Capital Diversified Trust Deed Fund, LLC
- USA Capital First Trust Deed Fund, LLC

Date: January 31, 2007
Time: 9:30 a.m.

1 On January 31, 2007, the Court conducted a hearing on the *Motion for an Order Enforcing*
 2 *the Automatic Stay to Prevent Foreclosure by Western United Life Assurance Company* (the
 3 “Motion”) filed January 25, 2007 by debtors USA Commercial Mortgage Company (“USACM”),
 4 USA Capital Diversified Trust Deed Fun, LLC (“DTDF”), and USA Capital First Trust Deed
 5 Fund, LLC (“FTDF”) (collectively, the “Debtors”) (docket no. 2555). Appearances of counsel
 6 were noted on the record at the hearing.

7 Having considered the Motion, the joinders in the Motion filed by the Official Committee
 8 of Unsecured Creditors of USACM (docket no. 2580) and the Official Committee of Equity
 9 Security Holders of FTDF (docket no. 2597), the opposition to the Motion filed January 29, 2007
 10 by Western United Life Assurance Company and Cross Development / Montgomery, L.P.
 11 (collectively, “WULA”) (docket no. 2607), and the arguments of counsel, the Court made its
 12 findings and conclusions on the record at the conclusion of the hearing, and it is hereby

13 ORDERED that the Motion is granted; and it is further

14 ORDERED that the respective interests of FTDF and DTDF in the “West Hills Park Note”
 15 (as defined in the Motion), and the junior lien interests in the “Montgomery County Property” (as
 16 defined in the Motion to include “a 99,352 square foot, four-story office building and a 38,142
 17 square foot, two-story underground bunker located on approximately 50 acres of land outside of
 18 Montgomery, Texas”) that secure the West Hills Park Note, are property of the respective
 19 bankruptcy estates of FTDF and DTDF as defined by Section 541 of the Bankruptcy Code and
 20 that, accordingly, any foreclosure of WULA’s first lien on the Montgomery County Property
 21 would constitute an act to obtain possession of or exercise control over property of the said estates

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1 and thus a violation of the automatic stay of Section 362(a) of the Bankruptcy Code for as long as
2 such stay remains in effect.

3 Submitted by:
4 SCHWARTZER & MCPHERSON LAW FIRM and
5 RAY QUINNEY & NEBEKER P.C.

Approved / Disapproved as to form by:
KOLESAR & LEATHAM, CHTD. and
FULBRIGHT & JAWORSKI L.L.P.

6 By: /s/ Jeanette E. McPherson
7 JEANETTE E. MCPHERSON, ESQ.
8 ANNETTE W. JARVIS, ESQ.
9 *Attorneys for Debtors and Debtors-in-
Possession*

By: /s/ Michael Anglin
NILE LEATHAM, ESQ.
MICHAEL ANGLIN, ESQ.
*Attorneys for Western United Life Assurance
Company*

10 **Approved**/Disapproved by:
LEWIS AND ROCA, LLP

Approved / Disapproved by:
OFFICE OF THE U.S. TRUSTEE

11 By: /s/ Rob Charles
12 ROB CHARLES, ESQ.
13 *Counsel for the Official Committee of
Unsecured Creditors of USA Commercial
Mortgage Company*

By: /s/ August B. Landis
AUGUST B. LANDIS, ESQ.

15 Approved/Disapproved by:
16 ORRICK, HERRINGTON & SUTCLIFFE LLP
17 and BECKLEY SINGLETON, CHTD.

Approved/Disapproved by:
GORDON & SILVER, LTD.

18 By: _____
19 MARC A. LEVINSON, ESQ.
ANNE M. LORADITCH, ESQ.
20 *Counsel for the Official Committee of
Equity Security Holders of USA Capital
Diversified Trust Deed Fund, LLC*

By: /s/ Gregoary E. Garman
GREGORY E. GARMAN, ESQ.
*Counsel for the Official Committee of
Holders of Executory Contract Rights of
USA Commercial Mortgage Company*

22 **Approved**/Disapproved by:
STUTMAN TREISTER & GLATT, P.C. and
23 SHEA & CARLYON, LTD.

24 By: /s/ Candace Carlyon
25 EVE KARASIK, ESQ.
CANDACE C. CARLYON, ESQ.
26 *Counsel for the Official Committee of
Equity Security Holders of USA Capital
First Trust Deed Fund LLC*

In accordance with LR 9021, counsel submitting this document certifies as follows (check one):

The court has waived the requirement of approval under LR 9021.

No parties appeared or filed written objections, and there is no trustee appointed in the case.

X I have delivered a copy of this proposed order to all counsel who appeared at the hearing, any unrepresented parties who appeared at the hearing, and any trustee appointed in this case, and each has approved or disapproved the order, or failed to respond, as indicated below [list each party and whether the party has approved, disapproved, or failed to respond to the document]:

Failed to Respond: ORRICK, HERRINGTON & SUTCLIFFE LLP and BECKLEY SINGLETON, CHTD.

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